

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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STEPHEN M. WILSON, *et al.*,

Case No: 07-Civ-6176

Plaintiffs,

-v.-

IMAGESAT INTERNATIONAL N.V., *et al.*,

Defendants.

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**DECLARATION OF DEBORAH ELMAN IN
SUPPORT OF MOTION TO DISMISS**

I, Deborah A. Elman, pursuant to 28 U.S.C. § 1746, declare as follows:

1. I am associated with the firm, Milbank, Tweed, Hadley & McCloy, LLP (“Milbank”), counsel to Defendants ImageSat International N.V. (“ImageSat”); David Arzi, Yoav Chelouche, Shimon Eckhaus, Moshe Keret, Izhak Nissan, Gino Piperno-Beer and Jacob Weiss (collectively the “ImageSat D&Os”) in this action. I am a member in good standing of the Bars of the State of New York and the United States District Court for the Southern District of New York. I submit this Declaration in support of the Motion to Dismiss on behalf of Defendant ImageSat, dated October 15, 2007; and the Motion to Dismiss on behalf of the ImageSat D&Os, dated October 15, 2007.

2. Attached hereto as Exhibit 1 is a true and correct copy of Stephen M. Wilson’s West Indian Space N.V. Stock Option Agreement pursuant to the West Indian Space N.V. Stock Option Plan.

3. Attached hereto as Exhibit 2 is a true and correct copy of Stephen M. Wilson’s Warrant to Purchase Common Shares of West Indian Space, Ltd.

4. Attached hereto as Exhibit 3 is a true and correct copy of Stephen M. Wilson's Amendment to Warrant to Purchase Common Shares of West Indian Space N.V.

I declare under penalty of perjury that the foregoing is true and correct.

Dated: October 15, 2007
New York, New York

/s/ Deborah A. Elman

Deborah A. Elman